

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK**

|                                      |   |                              |
|--------------------------------------|---|------------------------------|
| <b>IN RE</b>                         | § |                              |
|                                      | § | <b>CASE NO. 08-13555-JMP</b> |
| <b>LEHMAN BROTHERS HOLDINGS INC.</b> | § |                              |
|                                      | § | <b>CHAPTER 11</b>            |
| <b>DEBTOR</b>                        | § |                              |

**MOTION FOR ADMISSION TO PRACTICE, *Pro Hac Vice***

I, Marvin E. Sprouse III, a member in good standing of the bar in the State of Texas, and the bar of the U.S. District Courts for the Western, Eastern, Northern and Southern Districts of Texas, request admission, *pro hac vice*, before the Honorable James M. Peck, to represent Level 3 Communications, LLC, a creditor and party-in-interest in the above referenced case.

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The filing fee of \$25.00 has been submitted with this motion for *pro hac vice* admission.

Dated: September 30, 2008  
Austin, Texas

Respectfully submitted,

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By: /s/Marvin E. Sprouse III  
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**ATTORNEYS FOR LEVEL 3  
COMMUNICATIONS, LLC**